

P00000050275



**THE UNITED STATES
CORPORATION
COMPANY**

ACCOUNT NO. : 072100000032

REFERENCE : 705097 11919A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 22 PM 3:05

ORDER DATE : May 22, 2000

ORDER TIME : 10:43 AM

ORDER NO. : 705097-005

CUSTOMER NO: 11919A

100003261691--3

-05/22/00--01099--004

*****78.75 *****78.75

CUSTOMER: Chester J. Trow, Esq.
CHESTER J. TROW, P.A.
CHESTER J. TROW, P.A.
Suite 303
1 Ne First Avenue
Ocala, FL 34470

DOMESTIC FILING

NAME: FLEETCARD SYSTEMS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

DEFINITION OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 MAY 22 PM 12:10

5/22/00

**ARTICLES OF INCORPORATION
OF
FLEETCARD SYSTEMS, INC.**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 22 PM 3:05**

ARTICLE I - NAME

The name of this corporation is FLEETCARD SYSTEMS, INC. The principal address of said corporation is 606 North Magnolia Avenue, Ocala, Florida 34475.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

4.1 This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

4.2 Stock Certificates. Certificates of stock shall be signed by the president or the vice president, joint with the secretary and the seal of the corporation shall be impressed thereon.

4.3 Shares Not in Classes. The shares of the corporation are not to be divided into classes.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 606 North Magnolia Avenue, Ocala, Florida 34475.

**ARTICLE VI - SUBSCRIBERS AND THE
INITIAL BOARD OF DIRECTORS**

6.1 The corporation shall have three directors initially. The number of Directors

may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

JOHN S. CLARDY, JR., 606 North Magnolia Avenue, Ocala, FL 34475

JAMES A. LEWIS, 931 North S.R. 434, Suite 1201, Altamonte Springs, FL 32714

DENNIS KEITH JACKSON, 2655 Sims Road, Shelbyville, TN 37160

6.2 The name and address of the person signing these Articles of Incorporation is as follows:

JOHN S. CLARDY, JR., 606 North Magnolia Avenue, Ocala, FL 34475

6.3 The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

6.4 At a special meeting of shareholders called expressly for that purpose, directors may be removed in the manner provided by the By-Laws.

ARTICLE VII - CONFLICTS

Any contract or other transaction between the corporation and one or more of its directors, shareholders or employees, in which they are interested, directly or indirectly, or between the corporation and any corporation or association of which one or more of its directors, shareholders, members, directors, officers, or employees, have an interest, directly or indirectly shall be valid for all purposes, notwithstanding the presence of the direct or directors at the meeting of the board of the corporation that acts upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board or its shareholders. This Section is intended to expand the ability of the corporation to conduct business with interested parties and shall not be

construed to invalidate any contract of other transaction that would otherwise be valid under the common and statutory law applicable to it.

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is JOHN S. CLARDY, JR., who has signed a Certificate of Acceptance attached to these Articles of Incorporation to indicate his acceptance, which Certificate is incorporated herein by reference. The initial registered office where the registered agent is located is 606 North Magnolia Avenue, Ocala, Florida 34475.

ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend the articles in any manner now or hereafter permitted by the law, as provided by the By-Laws.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of May, 2000.


JOHN S. CLARDY, JR.


STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 17 day of May, 2000, by JOHN S. CLARDY, JR. Such person: *(notary must check applicable box)*

- ☒ is personally known to me.
- ☐ produced a current Florida Driver's License as identification.
- ☐ produced _____ as identification.
- ☐ sworn to or affirmed and subscribed before the undersigned notary.



Chester J. Trow
MY COMMISSION # CC823292 EXPIRES
May 1, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
State of Florida, at Large
My commission expires:

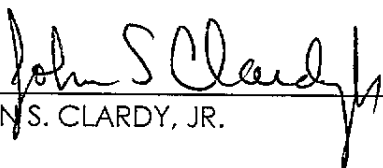
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

00 MAY 22 PM 3: 05

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office. I am familiar with and accept the duties and responsibilities as registered agent for FLEETCARD SYSTEMS, INC.

DATED this 17 day of May, 2000...



JOHN S. CLARDY, JR.